

LEANCHEFS- 601
CONFIDENTIAL



Chefs Diet
*America's Only ***** 5 Star Diet*

December 2, 2013

CERTIFIED MAIL R.R.R.

Messer's. Nicolas Zazza and Arthur Gunning
Lean Chefs, Inc.
12 Five Points Road
Freehold, NJ 07728

RE: Formal Demand to Lean Chefs, Inc., ("LC"), Nicolas Zazza ("Zazza"), and Arthur Gunning, and/or his affiliates and/or nominees (collectively "Gunning") to cease and desist from the unauthorized use and infringement of Chefs Diet Acquisition Corp's ("CDAC") confidential information, acquired assets, and intellectual property.

Dear Sirs:

This letter shall serve notice upon you that we have acquired reliable firsthand information, directly and indirectly, that LC, and its principals, Zazza, and Gunning have been in contact with CDAC customers through unauthorized misuse of its proprietary customer list, likeness, including but not limited to name and logo, as well as, other intellectual property ("Assets") acquired in connection with the Asset Purchase Agreement dated March 19, 2009 ("APA"). Notwithstanding that the Non-Compete contained in the APA with respect to Zazza and Gunning has expired; the Assets including the intellectual property that was acquired by CDAC pursuant to the APA is protected from your unauthorized use, misuse, and infringement. For the avoidance of doubt, we have received communications from CDAC customers who have been contacted through various modalities by LC promoting special offers and other advertisements to CDAC customers in a manner that they believe is misleading and confusing to the extent that they believe that it is in fact CDAC contacting them. For example, CDAC customers have been directed to a website that has the "look and feel" of CDAC's website including, website presentation, color scheme, and variation on CDAC's logo which has caused confusion in the marketplace to consumers and/or our customers in a manner which infringes on the intellectual property and trademarks of CDAC. As a result we may have suffered a diminution to our brand and monetary damages to be measured, including loss of revenue.

Accordingly, we are requesting a written affirmation from LC, Zazza and Gunning, that each acknowledges, understands and/or agrees that each of you will take the appropriate action to cause LC and its employees, agents and/or representatives to immediately cease and desist from the unauthorized use and misuse and infringement of CDAC Assets. Further, LC will within a reasonable time period, not to exceed thirty (30) days, to remediate the LC website, marketing and sales materials, and use of logo so that it does not infringe on CDAC the intellectual property

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rights of the Assets.

In the event we do not receive an affirmative acknowledgment from you by December 10, 2013, we will reserve our rights and law and equity, including seeking an emergency TRO to prohibit your continued unauthorized use and infringement of our Assets. In addition, we will determine our legal right to monetary compensation from LC, Zazza and Gunning.

GOVERN YOURSELVES ACCORDINGLY.

Very truly yours,

CHEFS DIET ACQUISITION CORP.

Lance Friedman, CEO

Lance Friedman, CEO and Director

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Nicholas Zazza

From: Nicholas Zazza <nzazza@digipbx.net>
Sent: Saturday, December 21, 2013 11:23 AM
To: Lance Friedman
Subject: FW: When you get a chance...

Lance,
Did you receive this email that I sent on 12/16 (below)?
I want to make sure we clear up these issues.
Nick

-----Original Message-----

From: Nicholas Zazza [mailto:nzazza@digipbx.net]
Sent: Monday, December 16, 2013 2:45 AM
To: 'Lance Friedman'; Misha Podlog
Subject: RE: When you get a chance...

Nick
Hi Lance,
Sorry it was a crazy week with one of the other companies and didn't realize you sent another email till now.
In reference to my original email below I wanted to investigate into this further but needed some basic info from your side. I don't want to waste your time when we speak and would like to have a productive informed convo with you.
I did say that I would send you some documents I sent to an earlier CEO's regarding promises that were made to the national end of ChefsDiet.
However I don't know how relevant to the current situation they would be.
I have a lot of history with ChefsDiet and to be honest I got screwed over. To make a long story short debt was "incorrectly" put on the national end so the daily business would show cleaner numbers for investors. I was ok with this because of promises made by ChefsDiet Acquisition Corp (CDA) however I ended up getting screwed because CDA decided not to buy the national end for obvious reasons. This resulted in a personal loss of over 200k on my end because I was assured that a loan that I made would be paid back. Again I don't think this has to do with your current concerns but I think you should know about these issues before we speak.
I don't want to dwell on the past, I prefer to focus on the positive things going on in my life. As far as LeanChefs we are aggressively acquiring diet data from many vendors and we are not targeting ChefsDiet directly.
I look forward to resolving your concerns and providing you with a clear mind so you can make ChefsDiet what it should be.
Nick

PS: It is in my best interest for you to succeed since I have over 100k shares.

-----Original Message-----

From: Lance Friedman [mailto:lance@chefsdiet.com]
Sent: Thursday, December 12, 2013 11:44 AM
To: Nicholas Zazza; Misha Podlog
Subject: RE: When you get a chance...

Nick what is the best number to reach you? I had not received a call as of yet as you requested. Lance

From: Nicholas Zazza [nzazza@digipbx.net]

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Sent: Monday, December 09, 2013 6:17 PM
To: Lance Friedman; Misha Podlog
Subject: RE: When you get a chance...

Hi Lance, nice to meet you and congrats on your new position.

I would like to get some more details on what client(s) have been contacted by our sales team. If you have a name of the sales person that contacted them that would be helpful in tracking this down. I can investigate further from there and figure out the best way to police this on our end. I own shares in ChefsDiet and although things didn't go as planned with the buyout of ChefsDiet National I would never take the approach of poaching clients for our new venture. I know on at least 1 occasion I personally have rejected a sale because they were an active ChefsDiet customer.

I do think it's a far stretch to say we have copied your website and logo to cause confusion in the market. I would like to get into more details with you on that as well.

I am going to forward a past email I sent one of the other CEO's just so you can get caught up on my experience with the whole ChefsDiet Acquisition in regards to national so you can understand my view on things.

I look forward to speaking with you and resolving these issues.

Nick

-----Original Message-----

From: Lance Friedman [mailto:lance@chefsdiet.com]
Sent: Monday, December 9, 2013 11:41 AM
To: Misha Podlog; Nicholas Zazza
Subject: RE: When you get a chance...

Nick you can call me anytime at 678-481-1600. Thanks Lance _____

From: Misha Podlog
Sent: Monday, December 09, 2013 11:21 AM
To: nzazza@digipbx.net
Cc: Lance Friedman
Subject: RE: When you get a chance...

Hi Nick,

David is gone.. Lance is our new CEO. I put him on my response so that the two of you can have a direct contact.

How's the family?

Misha

From: Nicholas Zazza [mailto:nzazza@digipbx.net]
Sent: Monday, December 09, 2013 10:52 AM
To: Misha Podlog
Subject: When you get a chance...

Hi Misha,

Please forward me Lance Friedman's email. I received his letter in the mail and would like to have a direct line of communication.

Also what happen to David Meyer?

Nick

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Checked by AVG - www.avg.com

Version: 2014.0.4259 / Virus Database: 3658/6900 - Release Date: 12/07/13

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Version: 2014.0.4259 / Virus Database: 3658/6911 - Release Date: 12/11/13